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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN JOSE DIVISION**

PINNACLE VENTURES LLC; PINNACLE
 VENTURES DEBT FUND III, L.P.; PINNACLE
 IV, L.P.,

Plaintiffs,

v.

BERTELSMANN EDUCATION SERVICES
 LLC,

Defendant.

CASE NO.: 18-cv-03412-BLF

(Santa Clara County Superior Court
 Case No. 18CV329145)

Hon. Beth Labson Freeman

**STIPULATED [PROPOSED] ORDER
 SEALING CONFIDENTIAL
 INFORMATION IN THE
 TRANSCRIPT OF THE
 FEBRUARY 6, 2020 HEARING ON
 PLAINTIFFS' MOTION TO DIMISS
 AND SPECIAL MOTION TO
 STRIKE DEFENDANT'S
 COUNTERCLAIMS**

1 Pursuant to Civil Local Rules 7-11 and 79-5, Bertelsmann Education Services LLC
2 (“BES”) and Pinnacle Ventures, LLC, Pinnacle Ventures Debt Fund III, L.P., and Pinnacle IV,
3 L.P. (collectively, “Plaintiffs”) respectfully request that the Court seal certain portions of the
4 transcript of the February 6, 2020 hearing on Plaintiffs’ Motion to Dismiss and Special Motion
5 to Strike BES’s Counterclaims (the “February 6, 2020 Transcript”).

6 On September 19, 2019, BES filed an Answer to Plaintiffs’ Amended Complaint and
7 Counterclaims and requested that the Court seal confidential information contained therein. ECF
8 Nos. 83-84. On October 10, 2019, Plaintiffs filed a Motion to Dismiss and a Special Motion to
9 Strike BES’s Counterclaims, along with a motion to seal confidential information in its motions.
10 ECF Nos. 87-88. BES filed its Opposition to Plaintiffs’ motions on October 24, 2019 (ECF No.
11 92), and Plaintiffs filed their Reply in support of the motions on October 31, 2019 (ECF No. 93),
12 with both parties requesting to file under seal certain confidential information contained in those
13 pleadings (ECF Nos. 91, 94). On December 12, 2019, the Court granted the parties’ motions to
14 seal. ECF No. 97 (granting motions at ECF Nos. 83, 88, 91, 94).

15 On February 6, 2020, the Court held a hearing on Plaintiffs’ Motion to Dismiss and
16 Special Motion to Strike BES’s Counterclaims. On February 11, 2020, the Court issued an order
17 conditionally sealing its Order Deferring Ruling on Plaintiffs’ Special Motion to Strike and
18 Granting Plaintiffs’ Motion to Dismiss BES’s Counterclaims with Leave to Amend and directed
19 the parties to meet and confer on a stipulated sealing request regarding the February 11, 2020
20 Order on Plaintiffs’ motions. ECF No. 103. The parties filed a Stipulated Proposed Order
21 Sealing Confidential Information in the Court’s February 11, 2020 Order on March 3, 2020 (ECF
22 No. 107), and the Court approved the parties’ stipulated order on March 6, 2020 (ECF No. 110).

23 The parties now seek to file under seal portions of the February 6, 2020 Transcript that
24 discuss confidential information contained in the above-referenced pleadings and orders and are
25 consistent with information previously sealed by the Court. The confidential information sought
26 to be filed under seal contains details of financing transactions between BES, Plaintiffs, and/or
27 non-party private company HotChalk, Inc. (“HotChalk”), including sensitive information related
28 to the ownership structure, financial condition, and debt burden of HotChalk. As described

1 above, the Court has already found that this information is properly maintained under seal. *See*
2 ECF No. 97 at 2 (finding that “[b]ecause the parties’ sealing motions relate to Defendant’s
3 pleading and the briefing on Plaintiffs’ motion to dismiss and strike that pleading, the sealing
4 motions are more than tangentially related to the merits of the case” and that “compelling
5 reasons to seal portions of the documents at issue” exist).

6 The parties have conferred and agreed upon proposed redactions to the February 6, 2020
7 Transcript. As such, the parties hereby STIPULATE AND AGREE, and respectfully request
8 that the Court order, that the following portions of the February 6, 2020 Transcript, which reflect
9 confidential information or materials that were previously filed under seal, be maintained under
10 seal:

Document	Portions to Be Filed Under Seal
February 6, 2020 Transcript	As highlighted in the version filed herewith, portions of pages: 6, 7, 8, 9, 14, 15, 16, 17.

IT IS SO STIPULATED.

Dated: March 11, 2020

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Dated: March 11, 2020

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LLC; Pinnacle Ventures Debt Fund III, L.P.;
Pinnacle IV, L.P.*

PURSUANT TO STIPULATION OF THE PARTIES, IT IS SO ORDERED.

Dated: March , 2020

Honorable Beth Labson Freeman
United States District Judge

ATTESTATION (CIVIL LOCAL RULE 5-1(i)(3))

In accordance with Civil Local Rule 5-1(i)(3), I attest that Brian M. Lutz concurred in the filing of this document.

Dated: March 11, 2020

/s/ Catherine Moreno
Catherine Moreno